

**IN THE UNITED STATES DISTRICT COURT FOR
THE SOUTHERN DISTRICT OF NEW YORK**

PHYLLIS ANDREWS, *et al.*,

Plaintiffs,

v.

ARTHUR B. MODELL,

Defendant.

Civil Action No. 07-3368 (SCR)

**DEFENDANT'S OPPOSITION TO
PLAINTIFFS' MOTION TO REMAND**

EXHIBIT 1

Phyllis Andrews

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UNITED STATES DISTRICT COURT
DISTRICT OF MARYLAND

THOMAS E. MINOGUE, Trustee and THOMAS O.
CALLAGHAN, Co-Trustee of the PHYLLIS ANDREWS
FAMILY TRUST, et al.,

Plaintiffs,

ORIGINAL

vs. No. 1:03-CV-03391

ARTHUR B. MODEL, L,

Defendant.

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DEPOSITION OF PHYLLIS ANDREWS

Armonk, New York

Monday, June 21, 2004

Reported by:

Alison M. Pisciotta

JOB NO. 161832b

Phyllis Andrews

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1 P. Andrews

2 Andrews Family Trust?

3 A No.

4 Q Sorry. That was not a very good
5 question. I wasn't trying to get you to come
6 back to me with the date.

7 I'm asking, do you remember a point
8 in time that the trust was created, at some
9 point?

10 A No, I don't remember.

11 Q Do you remember contributing money or
12 any other assets of yours to the trust?

13 A I don't know.

14 Q Mrs. Andrews, do your sons or anyone
15 else manage your personal financial affairs?

16 A No, they take care of everything for
17 me.

18 Q So if you were going to write a check
19 to someone to pay a bill or whatever --

20 A No, I do that myself.

21 Q You do that yourself. How about
22 things like this trust or investments or your
23 savings, do your sons manage that for you?

24 A Well, they know, there is certain
25 things I take care of myself.

Phyllis Andrews

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1 P. Andrews

2 MR. NAZARIAN: Off the record.

3 (Discussion off the record.)

4 Q Here you go, Mrs. Andrews.

5 A I leave everything up to them. I
6 don't know.

7 Q So, Mrs. Andrews, do you ever
8 remember seeing this document before, the one
9 that's in front of you now that's marked as
10 Exhibit 2, Mr. Minogue's deposition?

11 A No.

12 Q Could you turn for a second, Mrs.
13 Andrews, to the very last page of it. Do you
14 see the signature at the top of the page?

15 A That's my signature.

16 Q Okay. Then immediately below that
17 are two more signatures?

18 A Robert and Vincent.

19 Q Those are your sons?

20 A That's right.

21 Q Did you know at the time of this
22 agreement that your sons were the trustees of
23 the Phyllis Andrews Family Trust?

24 A You know, I don't understand all
25 these legal things so I leave everything up

Phyllis Andrews

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1 P. Andrews

2 to them.

3 Q Let me ask you this, Mrs. Andrews, do
4 you remember being paid \$200,000 in exchange
5 for the contract your husband had with Mr.
6 Modell?

7 A No, I don't remember.

8 Q Is that something your sons would
9 have handled?

10 A (No verbal response)

11 Q So if there was an agreement that
12 moved the rights under the agreement into the
13 trust and paid money back to you personally,
14 your sons would have handled something like
15 that, is that fair?

16 A They handled everything.

17 Q Would you like to take a short break,
18 Mrs. Andrews?

19 A Please.

20 MR. NAZARIAN: Let's go off the
21 record for a few minutes.

22 THE VIDEOGRAPHER: Going off the
23 record at 3:40 p.m.

24 (Discussion off the record.)

25 THE VIDEOGRAPHER: Going back on the

Phyllis Andrews

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1 P. Andrews

2 record at 3:44 p.m.

3 MR. NAZARIAN: Let's mark this,
4 please, as Number 7.

5 (Phyllis Andrews Exhibit 7, Phyllis
6 Andrews Family Trust, marked for
7 identification, as of this date.)

8 Q Mrs. Andrews, the reporter just
9 handed you another fairly fat document that's
10 been marked as Exhibit 7. As always, you
11 should feel free to read as much or as little
12 of it as possible but I'm only going to ask
13 you a few questions about the document
14 itself. So just let me know when you are
15 ready.

16 A You don't expect me to read all this?

17 Q I don't expect you to, although one
18 of the rules as Mr. Hayes will tell you, it
19 is not fair for me to tell a witness she
20 cannot read it. All I really want to do is
21 ask you first of all if you ever remember
22 seeing this document before?

23 A You know, I have two sons that I
24 trust with everything. So they take care of
25 it. They don't want to burden me with

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1 P. Andrews

2 anything so they take care of everything for
3 me. I wouldn't reach 93 if it wasn't for
4 them, right?

5 Q I have a 93 year old grandmother
6 myself. I completely understand.

7 A See.

8 Q So do you think this document is
9 another one of the kinds of things they might
10 have taken care of and handled for you?

11 A That's right. What they feel is the
12 best thing to do. I have six grandchildren,
13 so, I have to watch out for them too.

14 Q I understand. If you look just for a
15 second, Mrs. Andrews, to the second to last
16 page no, maybe Mr. Hayes can help, it's on
17 page 19. It's where all the signatures are.

18 MR. HAYES: A little before. Maybe
19 right before. That's probably it.

20 Q That's the one?

21 MR. HAYES: Yes.

22 Q Do you see a line that says has a
23 place for a signature of Phyllis Andrews?

24 A Yes.

25 Q Do you recognize that as your

Phyllis Andrews

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1 P. Andrews

2 signature, ma'am?

3 A Yes.

4 Q Below that there are --

5 A Is Vincent, then there is Robert.

6 Q Those are your two sons' signatures
7 there?

8 A That's right.

9 Q Mrs. Andrews, do either of your sons
10 have the authority to write checks on
11 personal bank accounts of yours or investment
12 accounts of yours?

13 A I never had any reason for them to.

14 Q Is it at all possible that either of
15 your sons could have written a check from
16 your accounts to contribute to this trust?

17 A Could be.

18 Q Okay. Do you have or have you ever
19 had any role in managing or running this
20 trust?

21 A No, they handled it all.

22 Q When you say they, you mean your
23 sons?

24 A That's right.

25 Q Does anybody else play any role that